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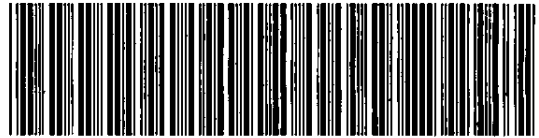
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Ames

11-16-09

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: The Literacy Alliance Corporation

DOCUMENT NUMBER: N09000006800

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Wayne Keyes

(Name of Contact Person)

The Literacy Alliance Corporation

(Firm/ Company)

520 Veracliff Court

(Address)

Oviedo, FL 32765

(City/ State and Zip Code)

wayne.keyes@gmail.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Wayne Keyes

(Name of Contact Person)

at (407) 467-2797

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

☐ \$35 Filing Fee

☒ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☐ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed)

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Articles of Amendment
to
Articles of Incorporation
of

The Literacy Alliance Corporation

(Name of Corporation as currently filed with the Florida Dept. of State)

The Literacy Alliance Corporation

(Document Number of Corporation (if known))

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.

B. Enter new principal office address, if applicable:

(Principal office address MUST BE A STREET ADDRESS)

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent:

New Registered Office Address:

(Florida street address)

(City)

Florida

(Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

(Attach additional sheets, if necessary)

(attach additional sheets, if necessary). (Be specific)

This image shows a single sheet of white paper with horizontal ruling lines. The lines are evenly spaced and run across the width of the page. There are no margins, text, or other markings on the paper.

The date of each amendment(s) adoption: October 12, 2009

(date of adoption is required)

Effective date if applicable: _____

(no more than 90 days after amendment file date)

Adoption of Amendment(s)

(CHECK ONE)

- ☒ The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated October 12, 2009

Signature

Diane E. Keyes
(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Diane E. Keyes

(Typed or printed name of person signing)

President

(Title of person signing)

ADD- ARTICLE IX

Powers

The Corporation shall have all powers conferred upon nonstock, not-for-profit corporations organized under Chapter 716 of the Florida Statutes, and any successor provisions thereto now enacted or hereafter amended, but shall exercise such powers only in fulfillment of its above-stated purposes.

The Corporation shall not engage in any of the following activities:

1. The corporation shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of or in the opposition to any candidate for public office.
2. No dividends shall be paid and no part of the net earnings of the Corporation shall inure to the benefit of any private individual within the meaning of Section 501(c)(3) of the Internal Revenue Code.

ADD-ARTICLE X

Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors. The number and manner of the election or appointment of Directors and their terms of office shall be as provided in the bylaws.

ADD-ARTICLE XI

Officers

The officers of this corporation may consist of a president, a vice president, a secretary, a treasurer, and any other officers and assistant officers as may be provided for in the bylaws or by resolution of the board of directors. Each officer shall be elected by majority vote of the board of directors (and may be removed by 4/5 vote of the board or directors) at such time and in such a manner as may be prescribed by the bylaws or by law.

ADD-ARTICLE XII

Dissolution and Liquidation

In the event of the dissolution or liquidation of the Corporation, no liquidating or other dividend or distribution of property owned by the Corporation shall be declared or paid to any entity that is not deemed a charitable tax-exempt organization under Section 501(c)(3) of the Internal Revenue Code, but the net assets of the Corporation shall be distributed as follows: (1) all liabilities and obligations of the Corporation shall be paid, satisfied, discharged, or adequate provision made therefore; (2) all remaining assets shall be distributed to one or more organizations described in Section 501(c)(3) of the Internal Revenue Code, as determined by the Board of Directors of the Corporation.

ADD-ARTICLE XIII

Bylaws

The bylaws of this corporation are to be made and adopted by the board of directors, and may be altered, amended or rescinded by the board of directors.

ADD-ARTICLE XIV

Amendment

These Articles of Incorporation may be amended by the incorporator of the Corporation to the extent necessary to enable the Corporation to receive a written determination from the Internal Revenue Service that the Corporation is an organization described in Section 501(c)(3) of the Internal Revenue Code. All other amendments to these Articles of Incorporation shall be made in the manner provided by law.

ADD-ARTICLE XV

Indemnification

This corporation shall indemnify each director and officer, including former directors and officers, to the fullest extent allowed by law, including but not limited to, Florida Statutes Chapter 617. It is intended that the corporation be an organization the officers and directors of which are immune from civil liability to the extent provided under Florida Statutes Chapter 617 and other similar laws.